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**Farmers & Merchants Bank**

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September 21, 2005

23rd Fl.

Mr. John F. Carter, Director
FDIC San Francisco Regional Office
25 Jessie Street at Ecker Square, Suite 2300
San Francisco, California 94105

RE: Wal-Mart Application

Mr. Carter:

We have seen over the years what Wal-Mart has done to the small business people and urgently request the FDIC to NOT let this happen to the community bank which is the heartbeat of the working man. It is NOT in the best interest of America to grant this giant retailer a charter.

We believe approval of a nationwide bank for Wal-Mart would create a very unlevel playing field for community banks and result in their eventual demise. This is exactly what happened to the small business industry in this country since the inception of Wal-Mart.

Again, we urge the FDIC to deny the application for Wal-Mart Stores, Inc.

Respectfully,

T. D. Ray, President/CEO